

## **Description of Transaction**

By this application, the parties seek the consent of the Federal Communications Commission (“FCC”) to the assignment of the license for radio broadcast station WXTU(FM), Philadelphia, PA (Facility ID No. 74213) (“WXTU”), from CBS Radio Stations Inc. (“Entercom”) to Beasley Media Group Licenses, LLC (“Beasley”).<sup>1</sup>

**Attachments.** The Asset Purchase Agreement (the “Agreement”) and related Time Brokerage Agreement (“TBA”) are attached to this exhibit. Entercom responds “no” to Section II, Question 3, and Beasley responds “no” to Section III, Question 3, because the schedules to the Agreement and certain schedules to the TBA are not being submitted with this application pursuant to FCC policy and practice.<sup>2</sup> The omitted schedules, listed below, contain information that is proprietary, not germane to the FCC’s evaluation of the application, or already in the FCC’s possession. These materials will be provided to the FCC upon request.

### **Agreement Schedules**

Schedule 1.1(a)	FCC Licenses
Schedule 1.1(b)	Tangible Personal Property
Schedule 1.1(c)	Station Contracts
Schedule 1.1(d)	Real Estate Leases
Schedule 1.1(e)	Intangible Property
Schedule 1.2	Excluded Assets
Schedule 2.4	Seller Non-Contravention
Schedule 2.5	Absence of Litigation
Schedule 2.6	FCC Licenses
Schedule 2.7	Tangible Personal Property
Schedule 2.8	Station Contracts
Schedule 2.9	Intangible Property
Schedule 2.11	Environmental
Schedule 2.12	Compliance with Laws
Schedule 2.14	Collective Bargaining Agreements
Schedule 2.15	Financial Information
Schedule 3.4	Buyer Non-Contravention
Schedule 3.6	Buyer FCC Qualifications
Schedule 4.7	Station Employees

### **Omitted TBA Schedules**

Schedule 5.1	Retained Contracts
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<sup>1</sup> Entercom’s affiliate, Entercom License, LLC, is also filing an application to acquire the license for station WBEB(FM), Philadelphia, Pennsylvania (Facility ID No.71382) (“WBEB”), from Jerry Lee Broadcasting, LLC. The parties intend that the acquisition of WBEB and the sale of WXTU will be consummated simultaneously.

<sup>2</sup> See *LUTJ, Inc.*, 17 FCC Rcd 16980 (2002).